

ORIGINAL



0000138893

RECEIVED

AUG 31 P 4:49

Scott M. Theobald (AZ Bar No. 012383)  
Mark A. Nickel (AZ Bar No. 024993)

THEOBALD LAW, PLC  
3219 East Camelback Road, #350  
Phoenix, Arizona 85018  
Telephone: (602) 852-5555  
Facsimile: (480) 287-9120  
Email: [smt@theobaldlaw.net](mailto:smt@theobaldlaw.net)  
Email: [man@theobaldlaw.net](mailto:man@theobaldlaw.net)

ARIZONA CORPORATION COMMISSION  
DOCKET CONTROL

Arizona Corporation Commission  
**DOCKETED**

AUG 31 2012



Attorneys for Respondents: Arizona Gold Processing, LLC, an Arizona limited liability company; AZGO, LLC, an Arizona limited liability company; and Charles L. Robertson, an individual

**BEFORE THE ARIZONA CORPORATION COMMISSION**

**COMMISSIONERS**

GARY PIERCE, CHAIRMAN  
BOB STUMP  
SANDRA D. KENNEDY  
PAUL NEWMAN  
BRENDA BURNS

In the matter of:

ARIZONA GOLD PROCESSING, LLC, an Arizona limited liability company,

AZGO, LLC, an Arizona limited liability company,

and

CHARLES L. ROBERTSON, a married man

Respondents.

DOCKET NO. S-20846A-12-0135

**RESPONDENTS' LIST OF WITNESSES AND EXHIBITS**

Respondents in the above-captioned matter hereby submit the following list of witnesses and exhibits.

1 Respondents reserve the right to use additional exhibits that may be collected or  
2 identified between the date of this list and the close of hearing. Respondents also reserve  
3 the right to use any exhibit not listed herein for purposes of rebuttal. This list is also  
4 subject to either or both amendment and supplement at any time prior to or during the  
5 scheduled hearing presently set for October 9, 2012, at 10:00 a.m.

6 Respondents have not yet decided which particular witnesses Respondents will  
7 call to testify at the hearing, but at present they expect to select witnesses from the  
8 following list:

- 9 1. Patrick Hayes, PhD;
- 10 2. Charles Robertson;
- 11 3. William Santee;
- 12 4. Billy Matthews;
- 13 5. Robert T. ("Terry") Hepler;
- 14 6. David H. Mangum;
- 15 7. Ophir Republik LLC;
- 16 8. Michael J. Katz;
- 17 9. Jeff Casperson;
- 18 10. Donald Braxton;
- 19 11. Edward Wennerholm;
- 20 12. Darin H. Mangum;
- 21 13. Any Member or Manager of Arizona Gold Processing LLC and/or AZGO,  
22 LLC;
- 23 14. Any potential investor that was received a copy of the Arizona Gold  
24 Processing LLC Confidential Private Placement Memorandum;
- 25 15. Any witness called by the Securities Division of the Arizona Corporation  
26 Commission (the "Division") to testify;

16. Any custodian of records for the introduction of business records;
17. Any witness to lay foundation; and
18. Any witness necessary for rebuttal.

Respondents expect to utilize the following exhibits at the hearing:

1. Arizona Gold Processing LLC Confidential Private Placement Memorandum, and any amendments thereto;
2. Any Subscription Agreement subscribing to the Arizona Gold Processing LLC Confidential Private Placement Memorandum;
3. Any Suitability Questionnaire filled out by subscribers to the Arizona Gold Processing LLC Confidential Private Placement Memorandum;
4. Arizona Gold Processing - Private Placement Memorandum Distribution Control Sheet;
5. Red Sand Ore Supply Agreement #200-1A;
6. Red Sand Ore Supply Agreement #200-2A;
7. Red Sand Ore Supply Agreement #200-3A;
8. Accountant's Compilation Report, dated May 9, 2012;
9. Accountant's Compilation Report, dated June 20, 2012;
10. Every agreement between Arizona Gold Processing LLC and an individual for the engagement of that individual as a Manager of the company, specifically, Manager Agreements for Charles Robertson, Terry Hepler, David Mangum, Ophir Republik LLC, Michael J. Katz, Jeff Casperson, Donald Baxter, Edward Wennerholm and Darin Mangum;
11. Letter from Patrick Hayes, dated April 12, 2012;
12. Letter from Charles Robertson, dated July 24, 2012;
13. AZGO bank statements;

- 1 14. Arizona Gold Processing LLC General Ledger;  
2 15. Industrial Lease;  
3 19. Minutes of the either or both Arizona Gold Processing LLC and/or AZGO,  
4 LLC;  
5 16. MRM-200DEMO Slide  
6 20. Operating Agreements, and any amendments thereto, of either or both  
7 Arizona Gold Processing LLC and/or AZGO, LLC;  
8 17. Photos of Electrostatic Separation Equipment;  
9 18. Arizona Gold Processing Website;  
10 19. Photo of Wiffley (Shaker) Table;  
11 20. Respondents reserve the right to use any documents identified or submitted  
12 by the Division in this proceeding, whether or not listed on the Division's  
13 proposed list(s) of exhibits, and whether or not introduced by the Division.  
14 21. Respondents may use additional exhibits that may be produced or obtained  
15 between this date and the close of the hearing.

16 RESPECTFULLY SUBMITTED this 31<sup>st</sup> day of August, 2012.

17 THEOBALD LAW, PLC

18  
19 By 

20 Scott M. Theobald  
21 Mark A. Nickel  
22 Attorneys for Respondents  
23  
24  
25  
26

1 ORIGINAL and thirteen (13) copies of the  
2 foregoing filed this 31<sup>st</sup> day of August, 2012 with:

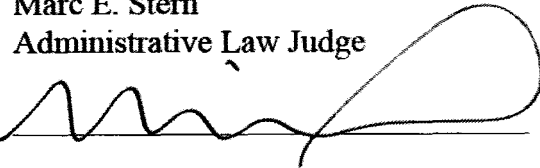
3 Arizona Corporation Commission  
4 Docket Control  
5 1200 West Washington Street  
6 Phoenix, Arizona 85007

7 COPY of the foregoing mailed and  
8 emailed, with electronic Exhibits this 31<sup>st</sup> day of August, 2012 to:

9 Wendy L. Coy, Esq.  
10 Arizona Corporation Commission  
11 Securities Division  
12 1300 West Washington Street, 3<sup>rd</sup> Floor  
13 Phoenix, Arizona 85007

14 COPY of the foregoing, with electronic Exhibits,  
15 delivered this 31<sup>st</sup> day of August, 2012 to:

16 Marc E. Stern  
17 Administrative Law Judge

A handwritten signature in black ink, appearing to read 'Marc E. Stern', is written over a horizontal line. The signature is fluid and cursive, with a large loop at the end.